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GOETZ, HARTMAN & LANDSTEINER

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A Partnership of Professional Associations

Attorneys at Law
98 JAN 14 AM 11:05

James L. Goetz, P.A.
Norman A. Hartman, Jr., P.A.
Karl C. Landsteiner, P.A.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2133 Winkler Avenue, Suite 300
Post Office Box 6844
Fort Myers, Florida 33911-6844
Telephone (941) 936-2841
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January 13, 1998

VIA FEDERAL EXPRESS

EFFECTIVE DATE

1-13-98

Florida Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32399

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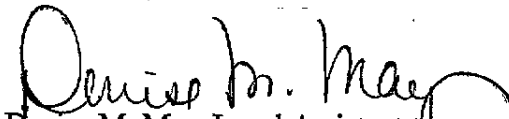
Re: Landfill Environmental Technology, inc.

Dear Sir or Madam:

Enclosed please find Articles of Incorporate for the above-mentioned corporation. Our firm's check payable for \$122.50 is enclosed to pay the filing fee.

Thank you.

Very truly yours,


Denise M. May, Legal Assistant to
Karl C. Landsteiner, P.A.

:drm
Encls.

P. Hall
JAN 15 1998

ARTICLES OF INCORPORATION

FILED

OF

98 JAN 14 AM 11:09

LANDFILL ENVIRONMENTAL TECHNOLOGY, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purposes of forming a corporation
under the Florida Corporation Act, does hereby adopt the following
Articles of Incorporation:

EFFECTIVE DATE

ARTICLE ONE

1-13-98

NAME: The name of the corporation is LANDFILL ENVIRONMENTAL
TECHNOLOGY, INC.

ARTICLE TWO

DURATION: The duration of the corporation is perpetual.

ARTICLE THREE

PURPOSE: The purpose for which the corporation is organized
are the following:

A. To engage in and transact any lawful business of which
corporations may be incorporated under the Florida General
Corporation Act. No other purpose limits this general purpose in
any way.

B. To do such other things as are incidental to the purpose
of the corporation or necessary or desirable in order to accomplish
them.

ARTICLE FOUR

CAPITAL STOCK: The aggregate number of shares which the
corporation is authorized to issue is 10,000 shares of common
stock. Such shares shall be of a single class and shall have a par
value of \$1.00 per share.

ARTICLE FIVE

REGISTERED OFFICE AND AGENT: The street address of the
Registered Office of the corporation is 2133 Winkler Avenue, Suite
300, Ft. Myers, Florida 33901 and the name of its initial
Registered Agent at that address is Karl C. Landsteiner. The
principal office of the corporation is 637 Murex Cr., Sanibel,
Florida 33957.

ARTICLE SIX

INITIAL BOARD OF DIRECTORS: The number of Directors
constituting the initial Board of Directors is 1. The number of

Directors may be increased or decreased from time to time in accordance with the By-Laws, but shall never be less than one. The name and address of the initial Directors of the corporation are:

Friedemann Gensel, 637 Murex Cr., Sanibel, Florida 33957.

ARTICLE SEVEN

INCORPORATORS: The name and address of the Incorporator is:

Karl C. Landsteiner, Post Office Box 6844, Ft. Myers, FL 33911-6844.

ARTICLE EIGHT

COMMENCEMENT OF CORPORATE EXISTENCE: In accordance with Section 607.167, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

ARTICLE NINE

PREEMPTIVE RIGHTS: Each shareholder of the corporation shall have the right to purchase, subscribe for, or receive a right or rights to purchase or subscribe for, at the price for which it is offered to others, that shareholder's pro rata portion of the following:

A. Any stock of any class that the corporation may issue or sell, whether or not exchangeable for any stock of the corporation of any class or classes, and whether or not of unissued shares authorized by the Articles of Incorporation as originally filed or by any amendment thereof or out of shares of stock of the corporation acquired by it after the issuance thereof, and whether issued for cash or other consideration; or

B. Any obligation that the corporation may issue or sell which is convertible into or exchangeable for any stock of the corporation of any class or classes, or to which is attached or pertinent any warrant or warrants or other instruments conferring on the holder the right to subscribe for or purchase from the corporation any shares of its stock of any class or classes.

This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days after receipt of written notice from the corporation stating the price, terms and conditions of the issue of shares and inviting

the shareholder to exercise this preemptive right. This right may also be waived by a written waiver signed by the shareholder.

ARTICLE TEN

AMENDMENT: The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the shareholders is subject to his reservation.

IN WITNESS WHEREOF, the undersigned, has signed these Articles of Incorporation on this 13th day of January, 1998.

Karl C. Landsteiner
Karl C. Landsteiner,
Incorporator

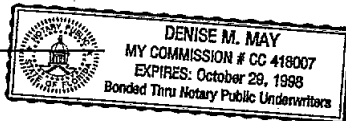
STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 13 day of January, 1998, by Karl C. Landsteiner, Incorporator of LandFill Environmental Technology, Inc. He is personally known to me and did not take an oath.

Denise M. May
NOTARY PUBLIC, State of Florida

Print or Type Notary Name

My Commission Expires:



FILED
JAN 14 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REGISTERED AGENT'S ACKNOWLEDGEMENT

I, Karl C. Landsteiner, am familiar with and accept the duties and responsibilities as registered agent for LANDFILL ENVIRONMENTAL TECHNOLOGY, INC.

Karl C. Landsteiner
Karl C. Landsteiner

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 13th day of January, 1998, by Karl C. Landsteiner, who is personally known to me and who did not take an oath. He executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed the said instrument for the purposes therein expressed.

Denise M. May
NOTARY PUBLIC, State of Florida

Print or Type Notary Name

My Commission Expires:

